

# Indivisible Midlothian

## Constitution and Bylaws

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### ARTICLE I

#### NAME AND AFFILIATION

The name of this organization will be Indivisible Midlothian (hereafter “IM”). IM will be registered with the national Indivisible Guide.

### ARTICLE II

#### GOALS, FUNCTION AND PURPOSE

##### Section 2.1 Goals

Our goal is to be a non-partisan, local, diverse group with the goal of securing public policy through resistance. We will partner with local groups, inform the community, and model the values of inclusion, tolerance and fairness.

##### Section 2.2 Function and Purpose

IM shall participate in activities at the federal, state and local levels, communicate and collaborate with other like-minded activist groups and organizations, assist with and participate in public events, and educate the public through media outreach and advocacy efforts.

##### Section 2.3 Endorsements

IM will be strictly policy based, and will exhibit nonpartisanship, supporting policies that align with our values and priorities, and opposing those that do not, regardless of party. However, IM will endorse candidates who support our policy positions, generally subsequent to primaries and caucuses, when a clear selection has been made by the associated party or group. IM may participate in candidate campaign activities, such as canvassing, phone banking, meet & greets, and other activities as IM deems appropriate.

##### Section 2.4 Governing Rules

All activities of IM shall be in conformance with Federal and State and local law, and be consistent with the mission and purpose of the Indivisible Guide and these bylaws.

### ARTICLE III

#### GENERAL MEMBERSHIP

##### Section 3.1 Eligibility for Membership

Members in Good Standing must reside generally in or near Chesterfield County, Virginia and within a reasonable distance from the unincorporated town of Midlothian. Membership requests must be submitted to the Coordinating Committee (hereafter “CC”). The CC will monitor member activities, and notify inactive members when non-participation, in the opinion of the CC, justifies membership termination. Termination will be conducted according to section 3.4. The CC reserves the right to make all final determinations of membership status and privileges.

##### Section 3.2 Required Information

Members shall provide the CC with current mailing addresses, telephone numbers and e-mail addresses (if available), as well preferences for participation in Action Teams.

##### Section 3.3 Dues

No dues are required for membership.

##### Section 3.4 Termination

Membership shall be terminated upon tender of resignation or by the CC’s declaration that a person’s membership is terminated in accordance with law or these Bylaws. Any member may have his or her membership terminated for failure to uphold the responsibilities of his or her membership, as outlined in this Article, or for conduct inconsistent with the mission and function of IM. Upon notification that a member of IM has acted in a manner contrary to the mission and function of IM, the CC shall send notice of provisional removal to the affected member at the member’s email address or, if not available, to the postal address shown on the records of IM. The member shall have an opportunity to show cause why his or her membership should not be terminated. Within fifteen (15)

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days after the giving of notice, the member may request a meeting of the CC for a hearing. To terminate membership, a simple majority of the CC must approve the action.

### Section 3.5 Membership Limit

The CC will determine, in its sole discretion, the maximum number of members allowed. Member requests after the maximum has been reached will not be approved. The CC will communicate to those submitting such requests that IM is full, and will hold these requests in a waiting list. Requests will be approved, in the order of receipt, as existing members leave IM.

## ARTICLE IV

### LEADERSHIP

#### Section 4.1 Coordinating CC

The organization will have an executive board of four (4) elective officers. The officers will share responsibilities and possess equal authority within the CC. The CC shall administer the affairs of IM in accordance with the policies established by IM and these Bylaws. The Coordinating CC may form any CCs or define roles as it deems necessary.

#### Section 4.2 Executive Board Meetings

The Coordinating CC will meet no less than six (6) times during the course of one (1) calendar year. All acts of the Coordinating CC require a majority vote of the members present that comprise a quorum. A quorum requires at least 3 members of the CC to be present.

## ARTICLE V

### CC DUTIES

#### Section 5.1 Participation

The CC will preside over all meetings of IM; may be a regular member of any committee or team; shall appoint all standing and special CCs and their leaders; shall represent IM at external functions; may remove anyone from any appointed position; shall give guidance to the team leaders in their work and shall perform all duties pertaining to the CC.

#### Section 5.2 Secretary

The CC will assign to a member of the CC the duties of Secretary, who shall record the minutes of all general membership and CC meetings, supply copies of those minutes to the CC and maintain records of those minutes. He/she shall assist with correspondence as required by the CC.

## ARTICLE VI

### ELECTIONS

#### Section 6.1 Elections

CC members will be elected at the Annual General Meeting, to be held in the first quarter of the calendar year. All CC member seats will be open for election.

#### Section 6.2 Term of Office

All terms will be for one year, without term limits on re-election. CC members shall hold office until they resign, their successor is elected, they are recalled, or until their membership is terminated, whichever comes first.

#### Section 6.3 Nominations

The CC shall have the power to supervise all Group Elections. The CC shall appoint a Nominating CC at least thirty (30) days prior to the Annual General Meeting. This CC shall present one candidate for each CC seat at the Annual General Meeting. Additional nominations from the floor shall be in order at that time.

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### Section 6.4 Eligibility to Vote

There shall be a thirty (30) day membership requirement prior to a Member being permitted to vote or participate in any Group election.

### Section 6.5 Election Procedure

Contested elections shall be conducted by secret ballot. Proxies and absentee voting are prohibited. Uncontested elections will be by acclamation.

### Section 6.6 Recall

Any CC member may be recalled at any regular meeting by an affirmative vote of two-thirds (2/3) of the Members present, by secret ballot, provided that a quorum exists and that a member of the CC has, at least ten (10) days prior to the meeting, given written notice of the recall issue and the alleged grounds for the recall.

### Section 6.7 Vacancy

On the occurrence of any vacancy in any office, the CC shall appoint an interim CC member to fill the seat until the next Annual General Meeting, at which time an election will be held to fill out the remainder of the vacated seat if necessary

## ARTICLE VII

### MEETINGS

#### Section 7.1 Regular Meetings

The Member General Body will meet no less than five (5) times during the course of one (1) year with at least ten (10) days notice before the meeting date set by the CC. The CC may declare Group functions and work teams to be regularly scheduled meetings.

#### Section 7.2 Quorum

A quorum of ten (10) Members in Good Standing shall be required at every Member General meeting.

#### Section 7.4 Participation

Except as otherwise noted in these bylaws, rules for participation, motions, voting, and adjournment for Member General meetings will be conducted by members of the CC.

## ARTICLE VIII

### AMENDMENTS TO BYLAWS

These bylaws may be amended by a vote of a quorum of the Members present at any regularly scheduled general meeting, provided: a) that a quorum of members is present at the meeting; and b) that written or email notice of the text of the amendment has been sent to each member at least ten (10) days before the meeting.

## Article IX

### DISSOLUTION

#### Section 8.1 Dissolution Requirements

IM will be dissolved upon the vote of a quorum of the Members present at any regularly scheduled general meeting, provided a) that a quorum of members is present at the meeting; and b) that written or email notice of the intent to dissolve has been sent to each member at least thirty (30) days before the meeting. Dissolution will be effective the day after a vote to dissolve is passed.

#### Section 8.2 Dissolution Assets

All physical assets will be made available to Members within 10 days of dissolution at a convenient location. Digital assets will be archived for a period of one (1) year after dissolution. Copies of such digital assets will be provided upon request to any Member in Good Standing at the time of dissolution.